

EXHIBIT D

AGREEMENT made this ___ day of December, 2010, by and between the Waldorf=Astoria Hotel ("Hotel") and the New York Hotel Trades Council, AFL-CIO ("Union")

Whereas, the Union brought several claims on behalf of Banquet Servers captioned U09-466, U09-504, U09-537, U10-076, and U10-099 ("Grievances"), but expressly not including U10-210;

Whereas, the parties wish to resolve the Grievances as provided below with regard to fourth (4th) and eighteenth (18th) floor banquets amicably and without resort to arbitration;

Now, therefore, it is agreed as follows:

1. Effective one (1) week after full execution and notice to the Hotel of ratification of this Agreement, A and B-List Banquet Servers shall be paid gratuities of no less than sixteen and nine-tenths percent (16.9%) of food, beverage, and room rental banquet revenue ("banquet revenue").
2. The August 2008 Agreement between the Union and Hotel, shall be modified to reflect the above increase in gratuity.
3. This Agreement is conditioned on existing Captains being attrited. One such (1) Captain shall become a sixth (6th) Server on the A-List rotation another shall become a Captain on the 3rd Floor team. Where required by the elimination of Captains, Servers may be asked to distribute programs, gift bags, etc.; skirt buffets; and set up buffet props/decorations.
4. This Agreement reflects that the Hotel shall increase its service charge by three-fourths of a percent (0.75%).
5. There shall be no offset of the percentages provided for in paragraph 1, including, but not limited to, any offset for gratuities paid to Pantrypersons.
6. The Union shall withdraw the Grievances, and any related requests for information, with prejudice.
7. Nothing herein shall be deemed to waive or compromise any of the claims or defenses in Colon v. Hilton Worldwide, Inc., 10 Civ. 1575 (SDNY) or to constitute an admission of fact or liability by any party in that case or by any party to this Agreement. Notwithstanding any other provision of this Agreement, disputes about this paragraph's effect in the Colon v. Hilton proceeding shall be decided in such proceeding.
8. This Agreement is subject to ratification by the Union.

*J. BOI
12/14/10*